

BROWNFIELD PARTNERS, LLC

Stuart L. Miner
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Environmental Consultants to the Debtors

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re:	:	
	:	Chapter 11
MOTORS LIQUIDATION COMPANY, <i>et al.</i>,	:	
f/k/a General Motors Corp., <i>et al.</i>	:	Case No. 09-50026 (REG)
	:	
Debtors.	:	(Jointly Administered)
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**FIRST INTERIM FEE APPLICATION COVER SHEET OF BROWNFIELD
PARTNERS, LLC AS ENVIRONMENTAL CONSULTANTS TO THE DEBTORS FOR
ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES
FOR THE PERIOD FROM JUNE 1, 2009 THROUGH SEPTEMBER 30, 2009**

Name of Applicant:	Brownfield Partners, LLC
Role in Case:	Environmental Consultants to the Debtors
Date of Retention:	June 19, 2009 (<i>nunc pro tunc</i> to June 1, 2009)
Compensation Period:	June 1, 2009 through September 30, 2009
Amount of Compensation sought as actual, reasonable and necessary:	\$213,914.75
Amount of Expense Reimbursement sought as actual, reasonable and necessary:	\$16,294.80
Prior Fee Applications:	None

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**FIRST INTERIM APPLICATION OF BROWNFIELD PARTNERS, LLC AS
ENVIRONMENTAL CONSULTANTS TO THE DEBTORS FOR
ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES
FOR THE PERIOD FROM JUNE 1, 2009 THROUGH SEPTEMBER 30, 2009**

Brownfield Partners, LLC (“Brownfield Partners”) respectfully files this First Interim Application for Allowance of Compensation and Reimbursement of Expenses (the “Fee Application”) of Brownfield Partners as Environmental Consultants to Motors Liquidation Company (f/k/a General Motors Corporation) (“GM”) and its affiliated debtors, as debtors in possession (collectively, the “Debtors”), for the period from June 1, 2009 through September 30, 2009 (the “First Interim Period”). This Fee Application is filed pursuant to §§ 328(a), 330(a) and 331 of Title 11 of the United States Code (the “Bankruptcy Code”), Rule 2016(a) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) and the Local Rules and Orders of this Court. In support of the Application, Brownfield Partners states:

JURISDICTION AND VENUE

1. On August 7, 2009, the Court signed an Order Pursuant to 11 U.S.C. §§ 105(a) and 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals (the “Compensation Procedures Order”) (Docket #3711). The Compensation Procedures Order states, *inter alia*,

“Commencing with the period ending September 30, 2009, and at four month intervals thereafter (the “Interim Fee Period”), each of the retained professionals as set forth in paragraphs 3 and 4 herein (the “Retained Professionals”) shall file with the Court an application (an “Interim Fee Application”) for interim Court approval and allowance, pursuant to sections 330 and 331 of the Bankruptcy Code (as the case may be) of the compensation and reimbursement of expenses requested in the Monthly Statements served during such Interim Fee Period. Each Retained Professional shall file its Interim Fee Application no later than 45 days after the end of the Interim Fee Period.”

2. This Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue of the Debtors’ Chapter 11 cases and this Fee Application in this District is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

BACKGROUND

3. On June 1, 2009 (the “Petition Date”), the Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code. The Debtors continue to operate their businesses and manage their properties as debtors-in-possession pursuant to sections 1107 and 1108 of the Bankruptcy Code.

4. On July 21, 2009, the Debtors filed an application (the “Retention Application”) pursuant to 11 U.S.C. §§ 327(a) and 328(a) and Fed. R. Bankr. P. 2014 authorizing the retention and employment of Brownfield Partners as an environmental management and consulting services provider in connection with these chapter 11 cases, to assist the Debtors in determining

the costs of actual or potential environmental liabilities arising from the Debtors' prepetition, historic operations. The Debtors sought to employ and retain Brownfield Partners pursuant to the terms of the agreement between the Debtors and Brownfield Partners dated and effective as of June 15, 2009 (the "Engagement Letter"). More specifically, Brownfield Partners has been retained by the Debtors for its real estate and property reuse expertise.

5. On August 3, the Court entered an Order authorizing the Debtors to retain and employ Brownfield Partners *nunc pro tunc* to the Petition Date.

6. On September 14, 2009, the Court entered an Order amending the terms of the Engagement Letter with Brownfield Partners (the "Amended Order").

COMPENSATION REQUESTED

7. By this Fee Application and in accordance with §§ 328, 330 and 331 of the Bankruptcy Code, Brownfield Partners request allowance of fees in the amount of \$213,914.75, and ordinary and necessary expenses in the amount of \$16,294.80, for a total amount \$230,209.55.

8. Pursuant to the Compensation Procedures Order, all professionals retained in these cases are authorized to seek, on a monthly basis, compensation for professional services rendered and reimbursement of expenses incurred. In the absence of any objection to the monthly statement of fees and expenses incurred (the "Monthly Statements"), the Debtors can pay 80% of the professional fees requested and 100% of the expenses incurred. A tabulation of fees and expenses incurred, as well as payments received by Brownfield Partners, for Monthly Statements to date is as follows:

Period Covered	Fees	Expenses	80% of Fees	80% of Fees plus Expenses	Invoice amount	Payments Received
06/01/09 - 07/08/09	73,473.00	353.10	58,778.40	59,131.50	73,826.10	59,060.89
07/17/09 - 08/07/09	30,551.25	3,534.39	24,441.00	27,975.39	34,085.64	27,975.39
08/03/09 - 08/28/09	55,472.00	7,810.61	44,377.60	52,188.21	63,282.61	51,088.21
08/17/09 - 09/30/09	54,418.50	4,596.70	43,534.80	48,131.50	59,015.20	0.00
TOTAL:	213,914.75¹	16,294.80	171,131.80	187,426.60	230,209.55	138,124.49

9. During the First Interim Period, Brownfield Partners has sought \$213,914.75 in professional fees and \$16,294.80 for expenses, of which \$126,426.39 in fees and \$11,698.10 in expenses, respectively, has been paid to date by the Debtors in accordance with the Compensation Procedures Order. As of the date of this Fee Application, Brownfield Partners is owed \$87,488.36 for professional fees and \$4,596.70 for expenses incurred, which amounts have not yet been paid by the Debtors.

10. Brownfield Partners have received no payment and no promises of payment from any other source for services rendered or to be rendered in any capacity whatsoever in connection with the matters covered by this Fee Application.

11. There is no agreement or understanding between Brownfield Partners and any other person for the sharing of compensation to be received for services rendered in this case other than the agreement with D. McMurtry & Associates, LLC who are providing support to Brownfield Partners as properly disclosed in the Retention Application.

12. Brownfield Partners submit that this Fee Application complies with sections 330 and 503(b)(1)(A) of Chapter 11 of Title 11 of the Bankruptcy Code, Rule 2016 of the Bankruptcy Rules, the Amended Guidelines for Fees and Expenses for Professionals in Southern District of

¹ The Fee Application seeks \$1,375.00 more than referenced in the Monthly Fee Statements. This de minimus increase is due to an inadvertent administrative discrepancy regarding the Monthly Fee Statement for the period from August 3, 2009 through August 28, 2009 in the billing rate for Morgan Landers which was incorrectly billed at \$40/hr on certain time entries rather than Morgan Lander's standard rate of \$160/hr which was set forth in the Retention Application.

New York Bankruptcy Cases adopted by the Court on April 19, 1995 (the “Local Guidelines”) and the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330, adopted on January 30, 1996 (the “UST Guidelines” collectively with the Local Guidelines, the “Guidelines”).

SUMMARY OF SERVICES PROVIDED

13. Attached as **Exhibit A** is a list of the Brownfield Partners professionals who worked on the case during the First Interim Period, along with the titles, and a summary of hours charged for the professionals whose services are being billed in connection with this case. Attached as **Exhibit B** is a summary of hours incurred for each category of work performed by Brownfield Partners. Attached as **Exhibit C** is a summary of actual out-of-pocket expenses incurred during the First Interim Period for each category of expenses. Attached as **Exhibit D** are the detailed time entries during the First Interim Period, for each category of work performed by Brownfield Partners. Attached as **Exhibit E** is the certification of Stuart L. Miner with respect to the Fee Application pursuant to the Local Guidelines.

14. In accordance with the Retention Application and the Engagement Letter, the following is a detailed description of the major tasks performed during the First Interim Period. These tasks, and the related hours incurred, are separated into the following matters:

Asset Disposition (Task Code B130- 379.80 Hours)

15. During the First Interim Period Brownfield Partners provided assistance to the Debtors in estimating costs associated with the Debtors’ contaminated property for the purposes of determining the amount of debtor-in-possession financing required to cover the costs to manage and remediate these properties. Brownfield Partners’s work focused on property ownership and management costs, e. g., utilities, property maintenance and security and property

taxes. Brownfield Partners also participated on the consultant steering committee overseeing this cost estimate and assisted in the review and revision of the cost estimates for environmental remediation. Brownfield Partners provided program management support to the Debtors for coordinating the work of the other environmental consultants in reviewing and refining these cost estimates. Brownfield Partners provided assistance to the Debtors in determining the potential for disposition and/or reuse of certain of the Debtors' properties and advised and assisted the Debtors regarding the potential to integrate remediation with redevelopment.

16. During the First Interim Period Brownfield Partners also reviewed agreements between the Debtors and New GM regarding responsibility for plant idling, transition and the process for decommissioning of properties prior to hand over to the Debtors and provided recommendations for modifications to these procedures.

17. Brownfield Partners also assisted the Debtors in analyzing the results of engineering cost estimates and developed summaries for presentation to the Debtors' management, the debtor-in-possession lender and regulatory agencies. As part of this work, Brownfield Partners provided assistance to the Debtors in developing a strategy for working with federal and state environmental regulatory officials to agree on environmental cleanup plans for Debtors' properties. This work included assisting in the planning, coordination and conduct of meetings with the U. S. Environmental Protection Agency (USEPA) and USEPA regional offices in New York and Chicago.

18. The work performed by Brownfield Partners was not duplicative of any other retained professional.

19. The work on Brownfield Partners in this massive bankruptcy estate is continuing and not complete. The Amended Order capped consultant labor of Brownfield Partners at

\$200,000 unless otherwise approved in advance in writing by a representative of the Debtors. Due to the massive nature of this project Brownfield Partners has, pursuant to the Amended Order, alerted counsel for the Debtors that an additional amendment to increase the fee cap will be necessary and to which counsel to the Debtors have not objected.

Real Estate (Task Code B250- 465.60 Hours)

20. During the First Interim Period Brownfield Partners assisted the Debtors in evaluating environmental risk management strategies to support sale and reuse of the Debtors' real estate. This included working with the Debtors' insurance broker in the initial consideration of insurance options and other financial products that could be use to secure the Debtors' environmental liabilities. Brownfield Partners also provided recommendations to the Debtors regarding the appropriate scope of work for conduct of Phase I environmental site assessments on the Debtors' properties to provide better baseline information about the limitations to sale and reuse of the Debtors' real estate. Brownfield Partners reviewed and provided comments on the Debtor's form of non-disclosure agreement and other standard forms of agreement. The intention of these reviews was to provide the Debtors with recommendations regarding modifications to these agreements so as to be more applicable to "Brownfield" property transactions.

21. Brownfield Partners submit that the foregoing services were necessary to the administration of this Chapter 11 case, were necessary and beneficial to the Debtors' estates at the time such services were rendered, and were performed without unnecessary duplication of effort or expense. Brownfield Partners's request for compensation of the foregoing services is reflective of a reasonable and appropriate amount of time expended in performing such services

commensurate with the complexity, importance and nature of the problem, issue and task involved².

NOTICE

22. Notice of this Fee Application has been provided pursuant to the Compensation Procedures Order.

WHEREFORE, Brownfield Partners respectfully request that this Court enter an order: (i) allowing Brownfield Partners's request for compensation in the sum of \$213,914.75 for actual, reasonable and necessary professional services rendered as environmental consultants to the Debtors during the Compensation Period; (ii) directing the Debtors to pay to Brownfield Partners the full amount of such compensation to the extent not already paid; and (iii) directing the Debtors to reimburse Brownfield Partners in the amount of \$16,294.80 for actual, reasonable and necessary expenses incurred during the Compensation Period, to the extent not already reimbursed.

Dated: Denver, Colorado
November 16, 2009

BROWNFIELD PARTNERS, LLC

/s/ Stuart L. Miner

Stuart L. Miner, Partner
475 17th Street, Suite 950
Denver, CO 80202

Environmental Consultants to the Debtors

² Although every effort has been made to include all expenses from the First Interim Period in this Fee Application, some expenses from the First Interim Period might not be included in this application due to delays caused by accounting and processing procedures. Brownfield Partners reserves the right to make further application to the Court for allowance of expenses not included herein.

MOTOR LIQUIDATION COMPANY, *et al.*
f/k/a General Motors Corp., *et al.*

SUMMARY OF PROFESSIONAL
TIME CHARGES AND FEES
FOR THE PERIOD
JUNE 1, 2009 THROUGH SEPTEMBER 30, 2009

EXHIBIT A

Listed below are the Brownfield Partners' professionals who performed services during the referenced period, their respective hourly rates, hours incurred, and associated fees.

<u>NAME</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Fee</u>
1000 - Douglas Elenowitz	Partner	78.10	250.00	19,525.00
1001 - Mary Hashem	Partner	134.20	250.00	33,550.00
1002 - Morgan Landers	Planner	64.30	165.00	10,609.50
1003 - Stuart Miner	Partner	209.90	250.00	52,475.00
1004 - David McMurtry	Principal	358.90	275.00	98,697.50
Total		845.40		214,857.00
Less Discount				(942.25)
TOTALS:		845.40		213,914.75

Total Fees: \$ 213,914.75

Total Expenses: \$ 16,294.80

Total Fees and Expenses: \$ 230,209.55

MOTOR LIQUIDATION COMPANY, *et al.*
f/k/a General Motors Corp., *et al.*

SUMMARY OF PROFESSIONAL
TIME CHARGES AND FEES
FOR THE PERIOD
JUNE 1, 2009 THROUGH SEPTEMBER 30, 2009

EXHIBIT B

Listed below are the hours incurred and associated time charges for each time detail category.

Task Code	Hours	Fees
B130 - Asset Disposition	379.80	93,032.00
B250 - Real Estate	465.60	119,825.00
Discount		(942.25)
TOTAL:	845.40	213,914.75

MOTOR LIQUIDATION COMPANY, *et al.*
f/k/a General Motors Corp., *et al.*

SUMMARY OF EXPENSES
FOR THE PERIOD
JUNE 1, 2009 THROUGH SEPTEMBER 30, 2009

EXHIBIT C

Listed below are the expenses incurred for each expense category:

<u>Expenses</u>	<u>Amount</u>
MLC - Project Meetings in Detroit Week Ending 08-14-09	1,535.07
Hashem - MLC Travel - EPA Meetings - D.C. 8/28/09	1,440.75
D McMurtry - MLC Travel Expenses - Detroit, DC Aug 2009	4,124.73
Administrative Markup	710.06
Hashem - Travel Expense Week Ending 9/4/09 GM EPA Region 5 Meetings in Chicago	866.61
Hashem - Travel Expense GM 9/10/09 NY Meetings	969.34
Miner Travel- MLC Detroit Meetings 9/21-22	1,176.74
D. McMurtry & Assoc Inv 004 09-30-09	1,166.13
Administrative Markup	417.88
D McMurtry & Associates - Expenses Detroit Meeting 7/21 - 7/24.	1,731.27
MLC - Week ending 07-24-09 - Project Meetings in Detroit with Alix Partners, Weil and Arcadis/LFR	1,481.81
10% Administrative fee for Out-of-Pocket costs	321.31
GM - RealQuest Professional data base- June 2009 - July 14, 2009	321.00
Administrative Mark up	32.10
TOTAL:	16,294.80

EXHIBIT D

<u>Date Of Service</u>	<u>Timekeeper ID</u>	<u>Task Code</u>	<u>Description of Services</u>	<u>Hours</u>	<u>Hourly Rate</u>	<u>Fee Amount</u>
06/10/2009	1004	B130	06-10-09 - Conf call w/ J Redwine, review and comment on draft "Engineering Review of GM Cost Estimate" (2.5).	2.50	275.00	687.50
06/15/2009	1003	B250	06-15-09 - Kick off conference all.	1.80	250.00	450.00
06/15/2009	1000	B250	06-15-09 - Review questionnaire circulated by Redwine.	0.50	250.00	125.00
06/15/2009	1000	B130	06-15-09 - Environmental cost review conference call with Alix, Claro, BP, McMurtry, LFR/Arcadis to establish scope.	1.90	250.00	475.00
06/15/2009	1000	B250	06-15-09 - Coordination with McMurtry on template, scope and project teams.	0.30	250.00	75.00
06/15/2009	1001	B250	06-15-09 - Conference call with Alix Partners, Claro, LFR/Arcadis to establish project scope and process.	1.80	250.00	450.00
06/15/2009	1001	B130	06-15-09 - Intralink Registration.	0.20	250.00	50.00
06/15/2009	1001	B250	06-15-09 - Review of questionnaire for interviews.	0.90	250.00	225.00
06/15/2009	1001	B250	06-15-09 - Internal project coordination discussions.	0.40	250.00	100.00
06/15/2009	1004	B130	06-15-09 -CC w/Redwine, Weil, Clar, BP, LFR re DIP Remediation cost process (1.7), CC with LFR & Claro on template/review, (1.3), Call w BP re project setup (.2), review/comment template drafts (2.1)	5.30	275.00	1,457.50
06/16/2009	1003	B250	06-16-09 - Call with McMurtry to finalize process.	0.90	250.00	225.00
06/16/2009	1003	B250	06-16-09 - Team coordination call/Call with Redwine.	1.90	250.00	475.00
06/16/2009	1003	B250	06-16-09 - Steering committee call.	0.70	250.00	175.00
06/16/2009	1000	B250	06-16-09 - Group call with LFR/Arcadis, Claro to review and revise combined templates.	0.30	250.00	75.00
06/16/2009	1000	B250	06-16-09 - Call with McMurtry, Miner, Hashem to discuss strategic approach to reviews and reporting.	0.90	250.00	225.00
06/16/2009	1000	B250	06-16-09 - Project Kick-off call with Alix, Claro, LFR/Arcadis, BP.	1.60	250.00	400.00
06/16/2009	1000	B130	06-16-09 - Compilation and review of document database for Team A site in preparation of GM project.	2.10	250.00	525.00
06/16/2009	1001	B250	06-16-09 - Internal team conference call (BP, McMurtry) to discuss strategy for real estate reviews.	0.90	250.00	225.00
06/16/2009	1001	B250	06-16-09 - Project Kick-off conference call and oversight committee conference call.	1.90	250.00	475.00
06/16/2009	1001	B250	06-16-09 - Oversight committee conference call.	0.70	250.00	175.00
06/16/2009	1001	B250	06-16-09 - Review site write up template drafts.	0.40	250.00	100.00
06/16/2009	1001	B130	06-16-09 - Explore file structure and general files available on Intralink.	0.30	250.00	75.00
06/16/2009	1001	B250	06-16-09 - Begin review of Allison Transmission.	1.60	250.00	400.00

06/16/2009	1004	B250	06-16-09 Finalize work product templates (.6); compare GM & Arcadis site & GM Pr. Mgr. lists for team assignments (.4); call with LFR/Claro/BFP leaders on template & prep for team kickoff call (1.4); call with S Miner, M Hashem, D Elenowitz of BFP on coordination and scope (.4); calls with J Redwine on process & budget planning for future work (.9); Team leader kickoff call w/F Lorincz, K Killian & multiple LFR/Arcadis & Claro staff (2.1); daily status call w/ J Redwine, S Miner, F Lorincz, K Killian (1.1); data room website access and initial review of data (2.1)	9.00	275.00	2,475.00
06/17/2009	1003	B250	06-17-09 - Preliminary review of Willow Run and Willow Run Mid-Luxe.	2.70	250.00	675.00
06/17/2009	1003	B250	06-17-09 - Steering committee call.	0.70	250.00	175.00
06/17/2009	1000	B250	06-17-09 - Team C Conf call with Arcadis/LFR, Claro, and BP allocation of sites for review, discussion of institutional site knowledge, deliverables, and schedule and preparation for GM interviews.	0.40	250.00	100.00
06/17/2009	1000	B250	06-17-09 - Meeting with Miner and Hashem to establish basis for treatment of regulated building materials, RCA decommissioning, remedial framework for "worst case".	0.50	250.00	125.00
06/17/2009	1000	B130	06-17-09 - Review of document database for Team A site in preparation of GM project manager interviews.	2.10	250.00	525.00
06/17/2009	1000	B250	06-17-09 - Team A GM project manager interviews - Arcadis/LFR, GM, Brownfield, Claro, McMurtry.	1.90	250.00	475.00
06/17/2009	1000	B250	06-17-09 - Progress call with McMurtry, Weil, Claro, Alix Partners - discussion of data requirements,excluded variables, retention, Court schedules.	0.80	250.00	200.00
06/17/2009	1000	B250	06-17-09 - Review of Team A sits data and Team C GM summaries.	1.10	250.00	275.00
06/17/2009	1000	B250	06-17-09 - Review of Weil Gotshall interviews and NewCo leases.	0.90	250.00	225.00
06/17/2009	1001	B250	06-17-09 - Team B introduction and coordination conference call.	1.10	250.00	275.00
06/17/2009	1001	B250	06-17-09 - Review revised template write up documents.	0.20	250.00	50.00
06/17/2009	1001	B250	06-17-09 - Review Hyatt Clark interview notes from Weil interviews.	0.20	250.00	50.00
06/17/2009	1001	B250	06-17-09 - Review property narrative for Allison Transmission.	0.60	250.00	150.00
06/17/2009	1001	B250	06-17-09 - Begin review of Indy Metal Fab.	1.40	250.00	350.00
06/17/2009	1004	B250		8.00	275.00	2,200.00
06/18/2009	1003	B250	06-18-09 - GM PM interview call and pre-call.	2.80	250.00	700.00
06/18/2009	1003	B250	06-18-09 - Preliminary review of Saginaw Malleable Iron Plant.	1.50	250.00	375.00
06/18/2009	1003	B250	06-18-09 - Steering committee call.	0.80	250.00	200.00
06/18/2009	1002	B250	06-18-09 - Property research for Lansing Plants	1.50	165.00	247.50

06/18/2009	1002	B130	06-18-09 - Tax Assessor research for Team D sites.	0.80	165.00	132.00
06/18/2009	1002	B130	06-18-09 - Tax Assessor and Site location research for Team D sites.	0.70	165.00	115.50
06/18/2009	1000	B250	06-18-09 - Review of document database for Team C site in preparation of GM project manager interviews.	0.50	250.00	125.00
06/18/2009	1000	B250	06-18-09 - Team C Conf call with Arcadis/LFR, Claro, and BP allocation or sites for review, discussion of institutional site knowledge, deliverables, and scheduled and preparation for GM interviews.	2.50	250.00	625.00
06/18/2009	1000	B250	06-18-09 - Review of site conditions reports, reserves, deed restrictions, research real estate information.	3.20	250.00	800.00
06/18/2009	1000	B250	06-18-09 - Progress call with McMurtry, Weil, Claro, GM, Alix Partners - discussion of progress, major items list, request ARO information.	1.00	250.00	250.00
06/18/2009	1000	B250	06-18-09 - Review of site conditions reports, reserves, deed restrictions, research real estate information.	2.80	250.00	700.00
06/18/2009	1001	B250	06-18-09 - Continue review and begin write up for Indy Metal Fab plant.	1.70	250.00	425.00
06/18/2009	1001	B250	06-18-09 - Team B conference call with GM project managers - Indy Metal Fab, Allison Transmission, Danville Landfill.	1.90	250.00	475.00
06/18/2009	1001	B250	06-18-09 - Team B conference call with GM project managers - Livonia, Liv Groundwater, Hyatt Clark, Delphi Trenton.	1.60	250.00	400.00
06/18/2009	1004	B250	06-18-09 Review data from website, populate templates (3.8); calls w/ D Elenowitz on site information and process (.8); call w/ J Redwine re project pcedures, GM data (1.1); daily status call w/ J Redwine, S Miner, F Lorincz, K Killian (1.1); solicit ARO data from GM (.2)	7.00	275.00	1,925.00
06/19/2009	1003	B250	06-19-09 - Review new template and ARO totals and factors.	1.30	250.00	325.00
06/19/2009	1003	B250	06-19-09 - Research Willow Run.	1.50	250.00	375.00
06/19/2009	1003	B250	6-19-09 - Research Willow Run GMPT.	1.50	250.00	375.00
06/19/2009	1003	B250	6-19-09 - Research Saginaw Malleable.	2.00	250.00	500.00
06/19/2009	1003	B250	06-19-09 - Steering Committee call.	0.50	250.00	125.00
06/19/2009	1002	B130	06-19-09 - Tax Assessor, parcel, and zoning research for Allison Transmission sites.	3.50	165.00	577.50
06/19/2009	1002	B130	06-19-09 - Tax Assessor, parcel, and zoning research for Livonia site (Team B).	1.20	165.00	198.00
06/19/2009	1002	B130	06-19-09 - Tax Assessor, parcel, and zoning research for Danville Landfill site.	1.50	165.00	247.50
06/19/2009	1002	B130	06-19-09 - Tax Assessor, parcel, and zoning research for Wilmington site.	1.30	165.00	214.50
06/19/2009	1000	B130	06-19-09 - Team review of Tarrytown cost estimate and narrative.	0.90	250.00	225.00
06/19/2009	1000	B250	06-19-09 - Team review of Buick City.	1.10	250.00	275.00

06/19/2009	1000	B250	06-19-09 - Compilation of real estate data, review of site data, discussion with GM staff, preparation of Tarrytown and Buick City for QC submission.	6.00	250.00	1,500.00
06/19/2009	1001	B250	06-19-09 - Team B status update conference call.	1.10	250.00	275.00
06/19/2009	1001	B250	06-19-09 - Complete real estate review Indy Metal Fab.	0.60	250.00	150.00
06/19/2009	1001	B250	06-19-09 - Complete preparation of narrative for Indy Metal Fab.	1.60	250.00	400.00
06/19/2009	1001	B250	06-19-09 - Complete cost estimation and update spreadsheets for Indy Metal Fab.	1.30	250.00	325.00
06/19/2009	1004	B250	06-19-09 Team A review Conf callw/ F Lorincz, K Killian, S Miner, D Elenowitz, A Hoeksama, D Kaiding, R Strtomborg, B Wellman (1.1), multiple calls with numerous team members regarding cost estimates, compilation and distribution of real estate operating and decommissioning cost data (3.9) QC team daily call w/ J Redwine, S Miner, F Lorincz, K Killian (.9); dissemination of process and scheduling information to teams (.8), review of draft team reports (5.8)	12.50	275.00	3,437.50
06/20/2009	1000	B250	06-20-09 - Review Group A properties, compile real estate data, review regulatory documentation.	4.00	250.00	1,000.00
06/20/2009	1004	B250	06-20-09 - Review draft site review reports (1.6), communicate w/S Miner about duties week of 6/23 (.4).	2.00	275.00	550.00
06/21/2009	1003	B250	06-21-09 - Finalize Willow Run, calls with Redwine.	3.90	250.00	975.00
06/21/2009	1000	B250	06-21-09 - Review Group C properties and compile real estate data, and regulatory documentation.	2.80	250.00	700.00
06/21/2009	1001	B250	06-21-09 - Coordination call with Redwine, BP team.	0.90	250.00	225.00
06/21/2009	1001	B250	06-21-09 - Review real estate data for Livonia.	0.80	250.00	200.00
06/21/2009	1001	B250	06-21-09 - Review real estate data for Wilmington.	0.80	250.00	200.00
06/21/2009	1001	B250	06-21-09 - Review real estate data, narrative for Hyatt Clark; Coordination calls with BP team; review of real estate data for Livonia, Wilmington, Hyatt Clark and Delphi	1.10	250.00	275.00
06/22/2009	1003	B250	06-22-09 - Finalize SMI.	2.10	250.00	525.00
06/22/2009	1003	B250	06-22-09 - Steering Committee Call and QC Call.	1.20	250.00	300.00
06/22/2009	1003	B250	06-22-09 - Finalize Willow Run GMPT.	0.90	250.00	225.00
06/22/2009	1003	B250	6-22-09 Review Toledo.	1.70	250.00	425.00
06/22/2009	1003	B250	6-22-09 Review Garland Road.	1.50	250.00	375.00
06/22/2009	1003	B250	6-22-09 Review Elyria.	0.60	250.00	150.00
06/22/2009	1003	B250	06-22-09 - Conference Call with Redwine, McMurtry.	0.80	250.00	200.00
06/22/2009	1002	B130	06-22-09 - Tax Assessor, parcel, and zoning research for Delphi Int. site.	1.80	165.00	297.00
06/22/2009	1002	B130	06-22-09 - Tax Assessor, parcel, and zoning research for Morianne site.	1.80	165.00	297.00
06/22/2009	1002	B130	06-22-09 - Tax Assessor, parcel, and zoning research for Willow Run site.	1.50	165.00	247.50

06/22/2009	1002	B130	06-22-09 - Tax Assessor, parcel, and zoning research for IN Metal Fab site.	2.20	165.00	363.00
06/22/2009	1002	B130	06-22-09 - Tax Assessor, parcel, and zoning research for MLK site.	1.20	165.00	198.00
06/22/2009	1002	B130	06-22-09 - Tax Assessor, parcel, and zoning research for Livonia Groundwater site.	1.40	165.00	231.00
06/22/2009	1002	B130	06-22-09 - Tax Assessor, parcel, and zoning research for Hyatt Clark site.	1.50	165.00	247.50
06/22/2009	1000	B250	06-22-09 - Review Group C properties and create real estate templates.	1.20	250.00	300.00
06/22/2009	1000	B250	06-22-09 - Group C conference call to discuss site remedial approach and coordinate on data and deliverables.	1.50	250.00	375.00
06/22/2009	1000	B250	06-22-09 - Group A - Pontiac, Pittsburgh, Anderson, Lansing 1&2 -research, edit narratives and cost estimates.	2.80	250.00	700.00
06/22/2009	1000	B250	06-22-09 - Group A -Buick City, Lans 2/3/6, Columbus, Coldwater -research, edit narratives and cost estimates.	2.50	250.00	625.00
06/22/2009	1000	B250	06-22-09 - Group C -Fram, Massena, Moraine-research, edit narratives and cost estimates.	3.10	250.00	775.00
06/22/2009	1000	B250	06-22-09 - Group C -Syracuse, Old Ley, Tarrytown-research, edit narratives and cost estimates.	2.60	250.00	650.00
06/22/2009	1001	B250	06-22-09 - Team B coordination conference call.	1.10	250.00	275.00
06/22/2009	1001	B250	06-22-09 - Review and assemble real estate data for Team B properties.	0.90	250.00	225.00
06/22/2009	1001	B250	06-22-09 - Begin write up Allison Transmission.	0.70	250.00	175.00
06/22/2009	1001	B250	06-22-09 -Complete Hyatt Clark write up.	1.60	250.00	400.00
06/22/2009	1001	B250	06-22-09 - Complete Livonia Groundwater write up.	1.40	250.00	350.00
06/22/2009	1001	B250	06-22-09 - Begin Danville write up.	1.50	250.00	375.00
06/22/2009	1001	B250	06-22-09 - Begin Wilmington write up.	0.80	250.00	200.00
06/22/2009	1001	B250	06-22-09 - Call with Sarah Fisher, Arcadis, re. Allison Transmission.	0.90	250.00	225.00
06/22/2009	1001	B250	06-22-09 - Internal coordination meeting re identification of parcels for Allison Transmission.	0.60	250.00	150.00
06/22/2009	1004	B250	06-22-09 - Conf Call w/ J Redwine, S Miner re review process, probabilistic treatment, discount & inflation rates (1.0).	1.00	275.00	275.00
06/23/2009	1003	B250	06-23-09 - Team Review Conference Calls.	3.20	250.00	800.00
06/23/2009	1003	B250	06-23-09 - Steering Committee Call.	1.10	250.00	275.00
06/23/2009	1003	B250	06-23-09 - Final edits to team D sites.	1.40	250.00	350.00
06/23/2009	1002	B250	06-23-09 - Property Research Greenpoint Landfill.	1.50	165.00	247.50
06/23/2009	1002	B250	06-23-09 - Property Research, site location for Toledo Site.	0.50	165.00	82.50
06/23/2009	1000	B250	06-23-09 - Review, edit, recommendations on Framingham cost estimate.	0.50	250.00	125.00
06/23/2009	1000	B250	06-23-09 - Group A Estimate Review call.	1.70	250.00	425.00
06/23/2009	1000	B250	06-23-09 - Follow-up with GM on ARO's, research Framingham Sale Agreement, edit Delphi E&E to incorporate Review call comments.	2.50	250.00	625.00

06/23/2009	1001	B250	06-23-09 - Complete write up on Delphi Trenton.	1.60	250.00	400.00
06/23/2009	1001	B250	06-23-09 - Complete write up on Wilmington.	0.70	250.00	175.00
06/23/2009	1001	B250	06-23-09 - Complete write up on Allison Transmission.	1.70	250.00	425.00
06/23/2009	1001	B250	06-23-09 - Team B conference call with Oversight Committee.	1.30	250.00	325.00
06/23/2009	1001	B250	06-23-09 - Revise write up for Indy Metal Fab Center.	0.60	250.00	150.00
06/24/2009	1003	B250	06-24-09 - Call with GM, PMs regarding ARO numbers.	1.30	250.00	325.00
06/24/2009	1003	B130	06-24-09 - ARO/demo cost review.	3.70	250.00	925.00
06/24/2009	1003	B250	06-24-09 - Project coordination.	1.80	250.00	450.00
06/24/2009	1002	B250	06-24-09 - Property Research, tax assessor info, zoning for Elyria site.	1.80	165.00	297.00
06/24/2009	1002	B250	06-24-09 - Property Research, tax assessor info, zoning for Willow Run GMPT site.	1.20	165.00	198.00
06/24/2009	1000	B250	06-24-09 - Final edits to Delphi I and Delphi E&E sites, correspondence with Claro and LFR regarding operating cost timing and assumption of Massena	0.80	250.00	200.00
06/24/2009	1000	B130	06-24-09 - Call to review all properties for ARO and demolition cost consistency and segregation.	3.20	250.00	800.00
06/24/2009	1001	B250	06-24-09 - Complete write up on Danville Landfill.	1.30	250.00	325.00
06/24/2009	1001	B250	06-24-09 - Call and emails with Brian Carl re. Danville Landfill parcels.	0.30	250.00	75.00
06/25/2009	1003	B130	06-25-09 - Review cost summaries.	0.90	250.00	225.00
06/25/2009	1003	B250	06-25-09 - Steering Committee Call.	0.50	250.00	125.00
06/26/2009	1003	B250	06-26-09 - Conference calls with Steering Committee.	1.70	250.00	425.00
06/26/2009	1003	B250	06-26-09 - Modified Base Case analysis.	4.30	250.00	1,075.00
06/26/2009	1002	B130	06-26-09 - Tax assessor, site location, parcel and zoning research for Saginaw Mallible site.	3.20	165.00	528.00
06/26/2009	1002	B130	06-26-09 - Tax assessor, site location, parcel and zoning research for Framingham site.	1.20	165.00	198.00
06/26/2009	1002	B130	06-26-09 - Tax assessor, site location, parcel and zoning research for Anderson Monroe site.	0.90	165.00	148.50
06/26/2009	1000	B250	06-26-09 - Phase II-QA of all sites approach/savings, modification of cost estimates, redline summary documents, multi conf. calls with LFR, Claro, Alix.	6.30	250.00	1,575.00
06/27/2009	1003	B250	06-27-09 - Review and respond to e-mails from Project Team.	0.80	250.00	200.00
06/28/2009	1003	B250	06-28-09 - Review summary spread sheets.	0.60	250.00	150.00
06/29/2009	1003	B250	06-29-09 - Review final summary tables and write ups.	1.20	250.00	300.00
06/29/2009	1003	B250	06-29-09 - Calls with Arcadis/Claro to agree on final deliverables and revisions.	2.50	250.00	625.00
06/29/2009	1003	B250	06-29-09 - Calls with Redwine and Alix, McMurtry.	0.80	250.00	200.00
06/29/2009	1003	B250	06-29-09 Draft Phase II SOW	1.20	250.00	300.00
06/29/2009	1003	B250	06-29-09 - Steering Committee conference call.	0.60	250.00	150.00

06/29/2009	1004	B250	06-29-09 - Conf call w/ J Redwine, K Braden, S Miner re Phase 2A Real Estate analyses (.8); review cost estimate files (2.9); Steering committee call w/ J Redwine, S Miner, F Lorincz, K Killian(.3).	4.00	275.00	1,100.00
06/30/2009	1003	B250	06-30-09 - Group D Review Call.	0.50	250.00	125.00
06/30/2009	1004	B250	06-30-09 - Conf Call Team D - F Lorincz, S Miner, J McKenna, R Manees, A Rothchild to review & QC Willow Run (2.1); develop strategy phase 2a (.9); call w/ J Redwine re phase 2a scope (.5); review site data (1.0).	4.50	275.00	1,237.50
07/01/2009	1003	B250	07-01-09 - Groups A and B Review call.	0.50	250.00	125.00
07/01/2009	1004	B250	07-01-09 Conf Call Team B R Stromberg, D Kaidding, A Hoeksama, B Twellman, D Elenowitz, F Lorincz, A Rothchild, K Killian to review & QC cost estimates (2.1); Daily status call QC Team w/ J Redwine, S Miner, F Lorincz, K Killian (1.4); call w/ S Miner re project reviews (.5)	4.00	275.00	1,100.00
07/02/2009	1003	B250	07-02-09 - GM "reverse interview" call.	1.10	250.00	275.00
07/02/2009	1003	B250	07-02-09 - Follow up with McMurtry and Redwine on "reverse interview".	0.60	250.00	150.00
07/02/2009	1000	B250	07-02-09 - Research Pontiac North.	1.90	250.00	475.00
07/02/2009	1004	B250	07-02-09 Conf Call Team C - R Kapp, N Gillotti, D Elenowitz, K Killian, A Rothchild, B Karl, L McBurney review & QC site cost estimates (1.5); Daily status call QC Team w/ J Redwine, S Miner, F Lorincz, K Killian re revisions to estimates (.5); site data review (.9); Call and emails to organize data segregation for GM GAAP analysis (.8)	3.70	275.00	1,017.50
07/06/2009	1003	B250	07-06-09 - Review and comment on updated comparison table.	0.50	250.00	125.00
07/06/2009	1003	B250	07-06-09 - Conference call with McMurtry.	0.30	250.00	75.00
07/06/2009	1003	B130	07-06-09 - Review updated cost comparison tables.	0.90	250.00	225.00
07/06/2009	1000	B250	07-06-09 - Research Pontiac North.	0.60	250.00	150.00
07/06/2009	1004	B250	07-06-09 Call w/ J Redwine & A Rothchild re GM reserves (.5); Prepare summary table comparing GM reserves to 6/27 estimates, incl comments from J Redwine & A Rothschild (.8); analyze & summarize GM v DIP Budget estimate (3.3); prepare summary tables and PPT file of GM v DIP Budget estimate (1.1)	5.80	275.00	1,595.00
07/07/2009	1003	B130	07-07-09 - Conference all to discuss final cost comparisons and PowerPoint briefing.	1.10	250.00	275.00
07/07/2009	1003	B250	07-07-09 - Review sources for inflation data.	0.90	250.00	225.00
07/07/2009	1004	B130	07-07-09 Calls w/ J Redwine & LFR A Rothchild re GAAP vs DIP (2.2); finalize GAAP vs DIP tables and PPT (3.7); Conf call w/ GM -B Hare & GM project managers (participants not announced) and numerous Arcadis technical staff to review findings on 29 sites and answer questions about same (5.6);	11.50	275.00	3,162.50
07/08/2009	1003	B130	07-08-09 - Conference call with GM to review reserve vs. closure cost numbers.	1.10	250.00	275.00

07/08/2009	1004	B130	07-08-09 Conf call w/GM - B Hare, various Project Managers & Alix - J Redwine, LFR - L McBurney about variances in GAAP and DIP process and results (1.5); Call w/ G Hansen re same (.3); Call w/ J Redwine various topics (.2); Call w/ F Lorinz & A Rothchild of LFR re records and work product documentation (.5)	2.50	275.00	687.50
07/13/2009	1003	B250	07-13-09 - Long-term work plan.	3.80	250.00	950.00
07/13/2009	1003	B250	07-13-09 - Emails with McMurtry, Redwine regarding TSCA and work scope.	2.20	250.00	550.00
07/14/2009	1003	B250	07-14-09 - Review work plan.	1.60	250.00	400.00
07/14/2009	1004	B130	07-14-09 - Conf call w J Redwine, S Miner on strategic planning, compliance staffing (.75); work on draft strategic plan for asset disposition (2.75).	3.50	275.00	962.50
07/15/2009	1003	B250	07-15-09 - Final comments on work plan.	1.30	250.00	325.00
07/15/2009	1004	B130	07-15-09 - Billing: Preparation of invoice for period June 8 - July 8 (0.7).	0.70	275.00	192.50
07/15/2009	1000	B130	07-15-09 - Billing: Preparation of invoice for period June 8 - July 8 (1.5).	1.50	250.00	375.00
07/16/2009	1004	B130	07-16-09 Reviewed comments on strategic plan for property mgt and revised for final draft to client (1.0); call w/ J Redwine re planning meeting next week in Detroit, & meetings w/ US Treasury et al in Wash following week, overall stratgic plan and near term deliverables (1.1); Prep for call w/ J Redwine on 7/17 (3.0)	5.10	275.00	1,402.50
07/16/2009	1004	B130	07-17-09 Conf call w/ J Redwine, L McBurney, K Braden, M Diegen re real estate disposition planning and meetings 7/22-4 in Detroit and prep for meetings w/ Auto Task Force (1.8); make travel arrangemetns for Detroit meetings (.5); Prep materials for Detroit meetings (2.5)	4.80	275.00	1,320.00
07/20/2009	1004	B250	07-20-09 - Call w/ Redwine re Property Summary doc (.5); Call w/ S Miner re content of meetings in Detroit and retention motion (.8); file review for meetings with clients (1.0).	2.30	275.00	632.50
07/21/2009	1003	B250	07-21-09 - Review site list, template document.	0.80	250.00	200.00
07/21/2009	1003	B250	07-21-09 - Draft agenda/issues list for meeting.	1.50	250.00	375.00
07/21/2009	1003	B250	07-21-09 - Working travel time to meeting in Detroit.	5.00	250.00	1,250.00
07/21/2009	1004	B250	07-21-09 - Travel to Detroit for meetings with MLC, Alix Partners, Arcadis, Brownfield Ptrns (9 hrs @ 1/2 rate=4.5 hrs); Meeting prep (2.0).	6.50	275.00	1,787.50
07/22/2009	1003	B250	07-22-09 - On-site planning meeting with Alix, Arcadis, Weil re program planning and presentation development for PATF.	12.00	250.00	3,000.00
07/22/2009	1003	B250	07-20-09 - Call with McMurtry re agenda for meetings in Detroit and retention motion.	0.60	250.00	150.00
07/22/2009	1004	B250	07-22-09 - Meeting in Detroit w/ J Redwine, K Braden, S Haeger, E Borreondo (AP); D Berz (Weil), L McBurney (LFR), S Miner re Strategic planning and preparation for President's Auto Task Force meetings (12.0).	12.00	275.00	3,300.00

70/23/2009	1003	B250	07-23-09 - On-site planning meeting with Alix, Arcadis, Weil re program planning and presentation development for PATF.	10.00	250.00	2,500.00
70/23/2009	1004	B250	07-23-09 - Meeting in Detroit w/ J Redwine, K Braden, S Haeger, E Borreondo (AP); D Berz (Weil), L McBurney (LFR), S Miner re Strategic planning and preparation for President's Auto Task Force meetings (10.0).	10.00	275.00	2,750.00
07/24/2009	1003	B250	07-24-09 - On-site planning meeting with Alix, Arcadis, Weil re program planning and presentation development for PATF.	5.00	250.00	1,250.00
07/24/2009	1003	B250	07-24-09 - Non-working travel time return from meetings in Detroit.	1.50	250.00	375.00
07/24/2009	1004	B250	07-24-09 - Meeting in Detroit w. J Redwine, K Braden, E Borreondo (AP); L McBurney, S Miner re Strategic planning and preparation for President's Auto Task Force meetings (3.0); travel back from Detroit (9@ 1/2).	7.50	275.00	2,062.50
07/27/2009	1003	B250	07-27-09 - Develop supporting materials for presentation to PATF regarding federal stimulus program.	1.80	250.00	450.00
07/27/2009	1002	B130	07-27-09 - Research federal funding grants/loans on Federal database.	0.80	165.00	132.00
07/27/2009	1004	B130	07-27-09 - Research & summary of BRAC style program and potential application to GM sites (1.8).	1.80	275.00	495.00
07/28/2009	1002	B130	07-28-09 - Organize and summarize research findings to generate Federal Funding List.	1.10	165.00	181.50
07/29/2009	1003	B250	07-29-09 - Review TSA.	1.20	250.00	300.00
07/30/2009	1003	B130	07-30-09 - Review playbook and other documentation on decommissioning.	2.50	250.00	625.00
07/31/2009	1004	B250	07-31-09 - Call w/ J Redwine, L McBurney re site reviews, file management (1.1); Call w/ J Redwine, L McBurney re 8/11 meeting prep (.6).	1.70	275.00	467.50
08/04/2009	1002	B250	08-04-09 - Identify and organize material received from MLC regarding GM D&D SOPs.	1.50	165.00	247.50
08/04/2009	1002	B130	08-04-09 - Reviewing GM SOPs for D&D of idle or closed plants including WFG procedures, site securities checklist, etc.	3.50	165.00	577.50
08/04/2009	1002	B130	08-04-09 - Continue to review GM SOPs provided by GM.	3.10	165.00	511.50
08/06/2009	1002	B130	08-06-09 - Reviewing SOPs from GM to clarify key points in memo.	1.30	165.00	214.50
08/06/2009	1002	B130	08-06-09 - Revise memo draft.	1.70	165.00	280.50
08/06/2009	1002	B130	08-06-09 - Meeting with SLM about closure process.	0.90	165.00	148.50
08/07/2009	1002	B130	08-07-09 - Conference call with Wendy White from ARCADIS.	0.50	165.00	82.50
08/07/2009	1002	B130	08-07-09 - revise Draft D&D memo based on Wendy White's comments.	1.50	165.00	247.50
08/03/2009	1003	B250	08-03-09 - Review site closing list and PATF final presentation.	0.70	250.00	175.00

08/03/2009	1004	B130	Call w/ J Redwine re staffing decisions, 8/11 meeting prep (.6); Conversation w/ F Lorinz of LFR re proj mgt (.2); review OEPA ltr re Elyria (.3); Call w/ L McBurney re Elyria, project status (.3)	1.40	275.00	385.00
08/04/2009	1003	B130	08-04-09 - Review D&D information with Landers, call with McBurney, PM call with McMurtry.	2.00	250.00	500.00
08/04/2009	1002	B130	08-04-09 - Reviewing, organizing and outlining D&D information for GM. (Undered charge in Invoice#2666)	5.00	165.00	825.00
08/04/2009	1004	B250	Review OEPA Mansfield request, Phase 1 (.5); Conf call w/ LFR & Pam Burnett re: env. impacts (1.5); Conf call w/ D Favero & LFR re env impacts (1.0); coord. Call w/ S Miner re D&D, RE planning, contracts (.5)	3.50	275.00	962.50
08/05/2009	1003	B130	08-05-09 - Conference call re data base; available data and agenda for meetings next week.	0.80	250.00	200.00
08/05/2009	1003	B130	08-05-09 - Conference call with Wendy White, Arcadis to begin D&D procedures discussion.	0.70	250.00	175.00
08/05/2009	1004	B250	Conf call w/ D Wagner & LFR re env. Impacts (1.1); call w/ L McBurney & A Rothschild re content & format for 8/11; meeting presentations (.4); Call w/ J Redwine re project mgt (.4); call w/ K Richards & LFR re env. impacts (1.3); billing July Invoice (.3)	3.50	275.00	962.50
08/06/2009	1003	B130	08-06-09 - Work on D&D program analysis with Landers.	1.00	250.00	250.00
08/06/2009	1002	B130	08-06-09 - Reviewing, organizing, and outlining D&D information for SLM. (Undered charge in Invoice#2666)	3.00	165.00	495.00
08/06/2009	1002	B130	08-06-09 - Meeting with SLM about closure process. (Undered charge in Invoice#2666)	1.00	165.00	165.00
08/07/2009	1003	B130	08-07-09 - Review D&A documents; review process summary with Landers.	2.00	250.00	500.00
08/07/2009	1002	B130	08-07-09 - Conference call with Wendy White from ARCADIS. (Undered charge in Invoice#2666)	0.50	165.00	82.50
08/07/2009	1002	B130	08-07-09 - Draft memo regarding plant closure process. (Undered charge in Invoice#2666)	1.50	165.00	247.50
08/08/2009	1004	B130	Review database files for 8/11 meetings (1.8); Prepare financial assurance summary and recommendations (3.0)	4.80	275.00	1,320.00
08/09/2009	1004	B130	Review site files for 8/11 meetings (1.0)	1.00	275.00	275.00
08/10/2009	1002	B130	08-10-09 - Call with Wendy White from Arcadis to discuss idling vs. closure.	0.20	165.00	33.00
08/10/2009	1002	B130	08-10-09 - Draft email to SLM summarizing call with Wendy White.	0.10	165.00	16.50
08/10/2009	1003	B130	08-10-09 - Outline key issues with TSA	2.00	250.00	500.00
08/10/2009	1003	B250	08-10-09 - Non-working travel time.	2.00	250.00	500.00

08/10/2009	1004	B250	08-10-09 Finalize NUMMI CA site summary and send to J Redwine (.6); review Transistion Svce Agreement (1.0); Review LFR files for 8/11 meeting (1.0); Phone calls w/ J Redwine & L McBurney re meeting agendas (.3); Travel to Detroit (Hrs not working @ 1/2 rate = (7-2.3)/2=2.4)	5.30	275.00	1,457.50
08/11/2009	1003	B250	08-11-09 - Meeting in Detroit to review 79 sites and integrate real estate and environmental information.	12.00	250.00	3,000.00
08/11/2009	1000	B130	08-11-09 - Preparation of monthly invoicing.	1.00	250.00	250.00
08/11/2009	1004	B250	Meeting in Detroit w/ J Redwine, K Braden, M Deighaan, E Ni (all Alix Ptnrs), S Miner (Brownfield Ptnrs), L McBurney & A Rothschild (LFR) to review all sites environmental issues and constraints and real estate disposition strategies (10.0); review site files for meeting prep (1.0)	11.00	275.00	3,025.00
08/12/2009	1003	B250	08-12-09 - Continue meeting in Detroit.	8.50	250.00	2,125.00
08/12/2009	1003	B130	08-12-09 - Draft recommendation memo to Redwine on D&D process and procedures.	2.00	250.00	500.00
08/12/2009	1000	B130	08-12-09 - Preparation and revisions of monthly reconciliation based on direction from Weil.	1.00	250.00	250.00
08/12/2009	1004	B250	Continue meeting in Detroit w/ J Redwine, K Braden, M Deighaan, E Ni (all Alix Ptnrs), S Miner (Brownfield Ptnrs), L McBurney & A Rothschild (LFR) to review all sites environmental issues and constraints and real estate disposition strategies (7.0) and discuss regulatory requirements (1.0) and strategic planning for environmental matters (.7); review site files for meeting prep (1.0); prep for meeting with AON on 8/13 (.7)	10.40	275.00	2,860.00
08/13/2009	1003	B250	08-13-09 - Meeting in Detroit with AON to discuss options for environmental risk management program.	5.00	250.00	1,250.00
08/13/2009	1003	B250	08-13-09 - Non-working travel time.	2.00	250.00	500.00
08/13/2009	1004	B250	Meetiing in Detriot w/ J Redwine, S Miner, A Rothschild, S Haeger discussing sites, esp Bedford properties (1.5); discussion w/ J Redwine, D Berz re regulatory communications & meetings (.5); meeting w/ J Redwine, S Miner, A Rothschild, S Haeger; G Schilz & K Ayres (AON) re risk management/insurance options (3.0); Project planning mtg w/ S Miner (1.0); travel Detroit-California (9hrs @ 1/2 rate = 4.5)	10.50	275.00	2,887.50
08/14/2009	1004	B130	Response to emails from J Redwine re planning, meeting action items, & Proj. Falcon (.3); Call w/ J Redwine re action items for next week and scheduleing regulatory meetings (.5)	0.80	275.00	220.00
08/17/2009	1004	B130	Conf call w/ A Rothchild, L McBurney, S Miner, F Lorinz re Action items and schedules (1.0); emails w/ J Redwine re Finanical Assurance bonds and funds and review of file for same (.7)	1.70	275.00	467.50

08/18/2009	1004	B130	research & review of files on Financial Assurance mechanisms in place (.8); Call with A Rothchild re action list (.1); compose and circulate action items email from recent meetings and calls (.4); review and comment on 'draft blue slides' file from J Redwine (.9); review site files on LFR database (1.2)	3.40	275.00	935.00
08/19/2009	1004	B250	review Massena RODs & remedial plans and emails from Arcadis regarding same (3.0); review deminimis sale order dated 8/18/09 (.3); Conf call re DIP Budget breakdown of costs for risk mgt planning w/ A Rothchild, L McBurney; S Miner; F Lorinz (1.0); Prepare summary of DIP Budget process for same (.5); call w/ J Redwine re regulatory meeting planning & logisitcs (.5)	4.80	275.00	1,320.00
08/20/2009	1000	B250	08-20-09 - Review of insurance work plan.	0.10	250.00	25.00
08/20/2009	1000	B250	08-20-09 - Review of correspondence between Miner, Schilz regarding potential insurance structures.	0.40	250.00	100.00
08/20/2009	1004	B130	Review & comment on DIP Budget breakdown report from LFR (.3); review & comment on blue slides presentation prepared by MLC (2.2); review and analysis of regulatory decision information from consultatnts (.8); Call w/ J Redwine re planning for meetings with EPA HQ, EPA Region 2, Creditors committee, review of action items and consultant reports (2.0)	5.30	275.00	1,457.50
08/21/2009	1000	B130	08-21-09 - Discussion of financial assurance assignment and alternative approaches.	0.50	250.00	125.00
08/21/2009	1004	B130	Review and comment on regulatory issues and strategies data form LFR (.3); Conf call w/ L McBurney, A Rothchild, M Hashem, F Lorinz re. regulatory issues and strategies for meetings 8/27 (1.5)	1.70	275.00	467.50
08/23/2009	1004	B130	Review & edit regulatory streamlining summary from L McBurney (1.9); Call w/ M Hashem re EPA meetings on 8/27 (.5); review Massena SPDES correspondence (.4)	2.80	275.00	770.00
08/24/2009	1001	B130	08-24-09 - Conference call with team re regulatory coordination and preparation for EPA HQ meeting.	1.20	250.00	300.00
08/24/2009	1004	B130	Call w/ J Redwine re EPA meetings (.3); review Massena EPA Ltr dated 8/29 and draft response ltr (.5); Review Arcadis draft report on Massena remedial alternatives (2.5); review & comment on Creditors Committee slides (.3); Review facility regulatory strategy tables from Arcadis, OBrien & Gere & CRA (.6); Travel time not working (1/2 rate 6 hrs/2=3.0 hrs)	7.20	275.00	1,980.00
08/25/2009	1003	B130	08-25-09 - Update Hashem on environmental process for EPA HQ meeting.	1.00	250.00	250.00
08/25/2009	1003	B130	08-25-09 - Conference call with Hashem; Overmeyer, USEPA.	0.70	250.00	175.00

08/25/2009	1001	B250	08-25-09 - Meeting and discussion with S. Miner regarding GM status, recent developments and process.	1.00	250.00	250.00
08/25/2009	1001	B130	08-25-09 - Call with Patricia Overmeyer, prep for Thursday meeting with EPA HQ.	0.70	250.00	175.00
08/25/2009	1001	B130	08-25-09 - Debrief J. Redwine, D. McMurtry and call with Overmeyer.	0.30	250.00	75.00
08/25/2009	1001	B130	08-25-09 - Review first draft of PowerPoint presentation for EPA HQ Meeting.	0.40	250.00	100.00
08/25/2009	1004	B130	Meeting w/ Unsecured Creditors Committee advisors (2.6); meeting w/ J Redwine, D Berz, L McBurney re meetings w/EPA HQ & Region 2, regulatory communications (8.4)	11.00	275.00	3,025.00
08/26/2009	1003	B250	08-26-09 - Review GM landfill list; forward to Hashem.	0.50	250.00	125.00
08/26/2009	1003	B130	08-26-09 - Review draft presentation for EPA HQ meeting and discuss with Hashem.	1.30	250.00	325.00
08/26/2009	1003	B250	08-26-09 - Review purchase offer on West Mifflin property.	0.50	250.00	125.00
08/26/2009	1001	B130	08-26-09 - Review second draft of PowerPoint (PPT) presentation for EPA HQ meeting.	0.30	250.00	75.00
08/26/2009	1001	B130	08-26-09 - Call with J. Redwine, D. McMurtry, others to discuss comments to PPT and prep for meeting.	0.20	250.00	50.00
08/26/2009	1001	B250	Travel DC from San Francisco	8.50	250.00	2,125.00
08/26/2009	1001	B130	08-26-09 - Dinner meeting with team to prep for meeting.	1.50	250.00	375.00
08/26/2009	1004	B130	Meeting w/ J Redwine, D Berz, L McBurney re meetings w/regulatory agencies (3.5); site inspections in Flint, Pontiac & Romulus MI (6.0); travel to Washington DC (2 hrs @ 1/2 rate = 1.0)	10.50	275.00	2,887.50
08/27/2009	1003	B250	08-27-09 - E-mails to Yates regarding contract status.	0.50	250.00	125.00
08/27/2009	1001	B250	08-27-09 - Travel from hotel to EPA HQ, clear security.	0.50	250.00	125.00
08/27/2009	1001	B130	08-27-09 - Meeting with Mathy Stanislaus, EPA HQ staff, OECA and DOJ.	2.20	250.00	550.00
08/27/2009	1001	B130	08-27-09 - Meeting with Jose Cisneros, Region 5.	1.00	250.00	250.00
08/27/2009	1001	B250	08-27-09 - Lunch with Team.	1.00	250.00	250.00
08/27/2009	1001	B130	08-27-09 - Meeting with Region 2 PM, regional attorney, and DOJ	2.80	250.00	700.00
08/27/2009	1001	B250	08-27-09 - Team debrief at Weil Gotshal	1.50	250.00	375.00
08/27/2009	1001	B250	08-27-09 - Team dinner.	1.50	250.00	375.00
08/27/2009	1004	B130	Meeting with USEPA HQ & Regions 2 & 5, DOJ, & Auto Task Force - Mathy Stanislaus & ~ 20 reps (2.5); meeting with USEPA Region 5 J Cisneros (1.0); meeting with USEPA Region 2 - A Kelly, M Wieder & DOJ P Casey (3.0); meetings with J Redwine, D Berz, L McBurney, M Hashem, P Burnett re regulatory action items and project organization (3.5)	10.00	275.00	2,750.00
08/28/2009	1003	B250	08-28-09 - Draft e-mail comments on West Mifflin offer and forward to Redwine.	0.80	250.00	200.00

08/28/2009	1003	B250	08-28-09 - E-mails with McMurtry, Redwine re increase in contract authorization.	0.40	250.00	100.00
08/28/2009	1001	B250	08-28-09 - Travel to Denver from DC	7.00	250.00	1,750.00
08/28/2009	1004	B130	Review & respond to emails about EPA meetings (0.8); travel Wash DC to CA (8 hrs @ 1/2 rate = 4)	4.80	275.00	1,320.00
08/31/2009	1004	B130	Call w/ L McBurney, A Rothchild re orgnaizational issues & deliverables (.8); Call w/ L McBurney, A Rothchild re DOJ & EPA meetings (1.0); call w/ J Redwine re organization, travel logistics, DOJ & EPA meeting preparation (1.0); attention to multiple emails (.5); review EPA Region 5 paper on Cost Estimation Process & prepare comments (1.0); arrange travel to Chicago (.3); review & comment on summary cost estimate files prepared by Arcadis (1.3)	5.90	275.00	1,622.50
08/17/2009	1003	B130	08-17-09 - Project management conference call with McMurtry, Lorincz, McBirney, Rothschild.	0.90	250.00	225.00
08/17/2009	1003	B250	08-17-09 - Review insurance work plan e-mail to AON.	0.60	250.00	150.00
08/18/2009	1003	B130	08-18-09 - E-mail to Redwine regarding PM issues discussion.	0.30	250.00	75.00
08/18/2009	1003	B250	08-18-09 - Review de minimums property sale order.	0.90	250.00	225.00
08/18/2009	1003	B130	08-18-09 - Discussion with Hashem re IDEM/OEPA/HQ regulatory relationships and report to Redwine on same.	0.50	250.00	125.00
08/19/2009	1003	B130	08-19-09 - Conference call on environmental data update and regulatory data summaries.	1.00	250.00	250.00
08/19/2009	1003	B130	08-19-09 - Draft environmental program recommendations.	1.50	250.00	375.00
08/19/2009	1003	B130	08-19-09 - E-mails to Redwine, McMurtry on "blue slides" and regulatory meetings.	0.60	250.00	150.00
08/20/2009	1003	B250	08-20-09 - Review and respond to e-mail from AON on insurance structure.	0.80	250.00	200.00
08/20/2009	1003	B130	08-20-09 - Review regulatory streamlining summaries.	1.30	250.00	325.00
08/21/2009	1003	B130	08-21-09 - Call with Scott Hager on financial assurance.	0.30	250.00	75.00
08/21/2009	1003	B130	08-21-09 - Meeting/discussions with Elenowitz regarding insurance structures and financial assurance.	0.60	250.00	150.00
08/21/2009	1003	B130	08-21-09 - Initial portion of conference call on regulatory strategy.	0.40	250.00	100.00
08/21/2009	1003	B130	08-21-09 - Discussion with Hashem regarding EPA meetings.	0.50	250.00	125.00
08/31/2009	1003	B250	08-31-09 - Review draft insurance options letter from AON.	1.20	250.00	300.00
09/01/2009	1001	B130	09-01-09 - Conference call with team to prepare for Region 5 meeting.	1.50	250.00	375.00
09/01/2009	1001	B130	09-01-09 - Conference call with team to prepare for DOJ meeting.	1.50	250.00	375.00
09/01/2009	1001	B130	09-01-09 - Assemble documents for Region 5 meeting.	0.30	250.00	75.00

09/01/2009	1003	B250	09-01-09 - Conference call with McMurtry, Hashem re West Mifflin purchase offer, eco-devo meetings.	0.60	250.00	150.00
09/01/2009	1003	B250	09-01-09 - Emails to Redwine re West Mifflin, eco-devo meetings.	0.40	250.00	100.00
09/01/2009	1004	B130	09-01-09 Conf call w/ J Redwine, D Berz, L McBurney, M Hashem re EPA Region V mtg on 9/3 (1.8); Conf call w/ J Redwine, D Berz, L McBurney, M Hashem, A Rothchild & Arcadis & MLC Pr Mgrs re meeting w/DOJ on 9/2 (1.8); reviewed & scrubbed DIP summary spreadsheets & sent comments to Arcadis (.5); Call w/ S Miner, M Hashem re program mgt, organization & thier action items (.5);	4.60	275.00	1,265.00
09/02/2009	1001	B130	09-02-09 - Participate in DOJ meeting via conference call.	6.00	250.00	1,500.00
09/02/2009	1001	B130	09-02-09 - Travel to Chicago (review site summary documents, Region 5 memos, insurance memo during flight).	3.70	250.00	925.00
09/02/2009	1003	B130	09-02-09 - Preparation of monthly financial update report for Redwine.	1.00	250.00	250.00
09/02/2009	1003	B130	09-02-09 - Participation in DOJ conference call.	0.30	250.00	75.00
09/02/2009	1004	B130	09-02-09 - Conf call connection to DOJ mtg in Wash DC re: cost estimates (1.9); conf call w/ J Redwine, A Rothchild, L McBurney, M Hashem re: DOJ meeting and EPA meeting on 9/3 (.5); travel to Chicago (1/2 rate for non-working time (6.5 @ 1/2 rate = 3.2)	5.60	275.00	1,540.00
09/03/2009	1001	B130	09-03-09 - Pre-meeting with team at Arcadis' Chicago offices.	1.50	250.00	375.00
09/03/2009	1001	B130	09-03-09 - Meeting with EPA Region 5.	5.00	250.00	1,250.00
09/03/2009	1001	B130	09-03-09 - Travel Denver from Chicago.	2.50	250.00	625.00
09/03/2009	1001	B130	09-03-09 - Dinner with Patricia Overmeyer, transit to and from downtown Denver (billed half time).	2.00	250.00	500.00
09/03/2009	1003	B130	09-03-09 - Email and phone conversation with Scott Hager re financial assurance.	0.50	250.00	125.00
09/03/2009	1004	B130	09-03-09 - Meeting in Chicago w/ EPA Region 5 Jose Cisneros and numerous staff, D Hockey, with MI, OH, IN, IL state agencies on phone & D Berz, J Redwine, M Hashem, L McBurney re: regulatory planning and cost estimation (5.2); meeting w/ J Redwine, D Berz, M Hashem, L McBurney to prepare for EPA Region 5 meeting (1.7)	6.90	275.00	1,897.50
09/04/2009	1001	B250	09-04-09 - Conference call on insurance options.	1.00	250.00	250.00
09/04/2009	1004	B130	09-04-09 - Travel Chicago - San Francisco (5.5 not working @ 1/2 rate = 2.8); Call w/ S Miner re project mgt, brownfield real estate input (.7); Conf call w/ J Redwine, G Schilz, D Berz, S Miner, M Hashem, F Lorinz re environmental insurance (1.3); call w/ J Redwine re Project mgt, brownfield planning (.5)	5.30	275.00	1,457.50
09/08/2009	1003	B250	09-08-09 - Review final insurance letter.	0.60	250.00	150.00
09/08/2009	1003	B250	09-08-09 - Review fee motion and review and finalize August invoices.	0.70	250.00	175.00

09/08/2009	1004	B250	09-08-09 - Review & comment on file "DIP Budget 6-27-09" for distribution to EPA and others (1.6); Attention to emails re Environmental Insurance w/ G Schilz (.2); Call w/ A Rothschild re DIP Budget file production (.2); Review & summarize action items from 8/11 meeting and distribute email reminder (2.0); review Aon insurance options letter dated 8/26/09 (.4); Prepare program mgt organization memo for J Redwine (2.3);	6.70	275.00	1,842.50
09/09/2009	1002	B130	09-09-09 - review financial assurance regulations and EPA memos regarding financial assurance requirements.	2.50	165.00	412.50
09/09/2009	1003	B130	09-09-09 - Work with Landers on document review and briefing to Hager/Redwine on financial assurance.	1.50	250.00	375.00
09/09/2009	1003	B250	09-09-09 - Scan and resend invoices to Weil.	0.50	250.00	125.00
09/09/2009	1001	B130	09-09-09 - Conference call to prepare for meeting with NYDEC	1.50	250.00	375.00
09/09/2009	1004	B130	09-09-09 - Attention to emails re program mgt, DIP Budget summaries for distribution, regulatory communications (.6); Conf call w/ J Redwine, P Barnett, D Berz, T Goslin, M Hashem, L McBurney re NYDEC meeting on 9/11, EPA communications (1.8); attention to emails and response to P Barnett re Syracuse SPDES issue (.2)	2.60	275.00	715.00
09/10/2009	1003	B130	09-10-09 - Complete research and draft financial assurance briefing to Hager/Redwine.	2.00	250.00	500.00
09/10/2009	1003	B130	09-10-09 - Review revisions to memo with Landers/Hashem.	1.50	250.00	375.00
09/10/2009	1001	B130	09-10-09 - Travel from San Francisco to Albany, NY (Review NY site summaries, documents on flight).	7.00	250.00	1,750.00
09/10/2009	1004	B130	09-10-09 - Attention to emails re program mgt NY meetings (.3); Call w/ J Redwine (.3)	0.60	275.00	165.00
09/11/2009	1002	B130	09-11-09 - Revising DRAFT memo from SLM regarding financial assurance.	1.50	165.00	247.50
09/11/2009	1001	B130	09-11-09 - Breakfast meeting with team, meeting prep.	1.00	250.00	250.00
09/11/2009	1001	B130	09-11-09 - Meeting with NYDEC	4.00	250.00	1,000.00
09/11/2009	1001	B130	09-11-09 - Travel from Albany to San Francisco (review and revise Financial Assurance memo on flight).	7.00	250.00	1,750.00
09/14/2009	1001	B130	09-14-09 - Conference call with S. Miner re Financial Assurance memo, debrief on NYDEC meetings.	0.80	250.00	200.00
09/14/2009	1001	B130	09-14-09 - Conf Call with S. Miner re Financial Assurance memo, debrief on NYDEC meetings.	0.80	250.00	200.00

09/14/2009	1004	B250	09-14-09 - Prepare summary of brownfield support activities for J Redwine (1.3); Call w/ J Redwine re: Auto Task Force meeting, NYDEC meeting and action items (.2); Call w/ A Rothchild re revised cost estimate deliverables and schedule (.2); review & comment on LFR cost estimate review table (.4);	2.10	275.00	577.50
09/15/2009	1004	B130	09-15-09 - Prepare email to J Redwine re Asarco Perth Amboy liability transfer order (.7); call w/ J Redwine re meetings, cost estimates, reorg plan environmental matters (1.1); communicate with Arcadis re green cleanup alternatives (.3); call w/ J Redwine, S Miner, A Rothchild re revised cost estimate reviews, deliverables to DOJ, upcoming meetings (1.8); prepare notes and memo on estimation process and schedule (.5); attention to emails (.5); reviewed preliminary site summaries and cost estimates for 10 sites in preparation for call on 9-16 (1.3)	6.20	275.00	1,705.00
09/16/2009	1004	B130	09-16-09 - Conf call w/ A Rothchild, S Gaito & several Arcadis technical staff re revised remedial cost estimates (1.5); Call w/ A Rothchild re green cleanup evaluations (.2); review draft files on revised remedial estimates for 9/17 call (1.0)	2.70	275.00	742.50
09/17/2009	1004	B130	09-17-09 - Conf call w/ A Rothchild, S Gaito & several Arcadis technical staff re revised remedial cost estimates (3.2); call w/ S Miner, M Hashem re project organization, regulatory deliverables, brownfield inputs to revised cost estimates (.6); review site remedial estimates in preparation for 9/18 call (.8)	4.60	275.00	1,265.00
09/18/2009	1001	B250	09-18-09 - Project coordination call with internal team.	0.50	250.00	125.00
09/18/2009	1000	B130	09-18-09 - Meeting with Hashem, Miner, Landers - discussion of work plan scope, financial assurance memo, regulatory strategy, D&D planning, and role of Brownfield entity in re-use and economic development strategy.	1.00	250.00	250.00
09/18/2009	1001	B250	09-18-09 - Project coordination call with internal team.	0.50	250.00	125.00
09/18/2009	1001	B250	09-18-09 - Meeting with Miner, Elenowitz, Landers to discuss Brownfield strategy for reuse, regulatory strategy, and work plan/scope.	1.00	250.00	250.00
09/18/2009	1004	B130	09-18-09 - Conf call w/ A Rothchild, S Gaito & several Arcadis technical staff re revised remedial cost estimates (2.5); attention to emails re Massena (.3); review remediation estimate files, GM reserves (.9); call w/ A Rothchild re IDEA database release to DOJ, EPA (.6)	4.30	275.00	1,182.50
09/19/2009	1003	B250	09-19-09 - Conference call with McMurtry, Redwine.	0.80	250.00	200.00
09/19/2009	1004	B250	09-19-09 - Conf call w J Redwine, S Miner re D&D & brownfield advisory scopes for remediation estimates (.7); attention to emails and action items for LFR (.6)	1.30	275.00	357.50

09/20/2009	1003	B130	09-20-09 - Review agenda for D&D meeting in Detroit.	0.30	250.00	75.00
09/20/2009	1003	B250	09-20-09 - Review long term strategy/structuring document from Redwine.	0.60	250.00	150.00
09/20/2009	1003	B250	09-20-09 - Review FB work scope draft from McMurtry.	0.50	250.00	125.00
09/20/2009	1004	B250	09-20-09 - Review of IDEA database information and transmittal communication to DOJ and EPA (.6)	0.60	275.00	165.00
09/21/2009	1003	B130	09-21-09 - Working travel time to Detroit - review D&D memo, edits to BF SOW, Financial Assurance Memo.	2.60	250.00	650.00
09/21/2009	1003	B130	09-21-09 - Non-working travel time.	0.50	250.00	125.00
09/21/2009	1001	B250	09-21-09 - Review and edit description of Brownfield scope of services.	0.60	250.00	150.00
09/21/2009	1004	B250	09-21-09 - Communication w/ A Rothchild re IDEA database information and transmittal communication to DOJ and EPA (.4); Preparation of issue list for discussion with EPA Region 5 regarding cost estimate process (.6); Review and comment on confirmation plan implementation memo by J Redwine (.9); attention to emails regarding EPA call (.3), review IDEA database entries (.8)	3.00	275.00	825.00
09/22/2009	1003	B130	09-22-09 - Meetings in Detroit - Haeger Meeting.	0.90	250.00	225.00
09/22/2009	1003	B130	09-22-09 - Meetings in Detroit - D&D Meeting.	2.80	250.00	700.00
09/22/2009	1003	B250	09-22-09 - Meetings in Detroit - environmental PM meeting.	3.30	250.00	825.00
09/22/2009	1003	B130	09-22-09 - Meetings in Detroit - Redwine/Deighan.	1.70	250.00	425.00
09/22/2009	1003	B130	09-22-09 - Working travel time Detroit-Denver: draft meeting summaries.	1.80	250.00	450.00
09/22/2009	1003	B250	09-22-09 - Non-working travel time.	0.40	250.00	100.00
09/22/2009	1001	B250	09-22-09 - Project status briefing with D. Elenowitz and discussion of strategy for Brownfield paragraphs for site summaries.	0.40	250.00	100.00
09/22/2009	1001	B250	09-22-09 - Conference call on "6 themes" and limited site investigation plans.	0.70	250.00	175.00
09/22/2009	1001	B250	09-22-09 - Review D. McMurtry's notes from 8/11 and 8/12 Alix Partners meeting and identify ques...	0.80	250.00	200.00
09/22/2009	1001	B250	09-22-09 - Phone discussion with S. Miner regarding coordination with RE group, topics and sites...	0.80	250.00	200.00
09/22/2009	1000	B250	09-22-09 - Meeting with Hashem to discuss content for Brownfield summaries as requested by Redwine and data requirements and approach.	0.40	250.00	100.00
09/22/2009	1000	B250	09-22-09 - Review of 9/19 Redwine, McMurtry, Miner meeting notes regarding real estate issue for Brownfield summaries.	0.40	250.00	100.00

09/22/2009	1004	B130	09-22-09 - Conf call w/ A Rothchild, S Gaito & several Arcadis technical staff re revised remedial cost estimates (4.2); conference call with J Redwine, D Berz, A Rothchild, L McBuney, M Hashem re cost estimates, site investigations, NJ sites, project status (1.5); Call w/ S Miner re meeting with MLC Real Estate group for environmental coordination, meeting w/ MLC D&D group, project update, remedial estimation (.7); call w/ A Rothchild re cost estimate schedule (.2); call w/ J Redwine (.6)	7.20	275.00	1,980.00
09/23/2009	1001	B130	09-23-09 - Call with Patricia Overmeyer re project status and coordination with EPA.	0.90	250.00	225.00
09/23/2009	1001	B250	09-23-09 - Conference call re remedial options at Massena.	1.30	250.00	325.00
09/23/2009	1004	B130	09-23-09 - Conf call w/ B Hare, A Rothchild, S Caito re cost estimates and GM knowledgebase (1.1); call w/ A Rothchild re support for Real Estate transactions, Phase I deliverables and due diligence virtual data room (.5); call w/ K Killian, G Hanson, & B Twellman (Claro Group), A Rothchild re probabilistic cost estimation for largest sites (.6); Review draft cost estimates (1.2)	3.40	275.00	935.00
09/24/2009	1003	B250	09-24-09 - Draft points for discussion on coordination call with Deighan, Redwine, Braden.	1.20	250.00	300.00
09/24/2009	1003	B130	09-24-09 - Draft and send email to Healy, et al. for follow up to Tuesday meetings on D&D.	0.60	250.00	150.00
09/24/2009	1001	B130	09-24-09 - Meeting with EPA Region 5 re Buick City/Flint (via conf call).	2.50	250.00	625.00
09/24/2009	1001	B130	09-24-09 - Call with team to debrief after Region 5 meeting.	0.40	250.00	100.00
09/24/2009	1000	B130	09-24-09 - Review insurance remuneration proposal and research appropriateness in compensation structures.	0.50	250.00	125.00
09/24/2009	1004	B130	09-24-09 - Conf call w/ A Rothchild, S Gaito & several Arcadis technical staff re revised remedial cost estimates (2.1); review & edit remedial cost reconciliation summary tables, exchange emails w/ A Rothchild re same (.7); review revised estimate files (1.8); call w/ J Redwine re program mgt status, Massena meeting with EPA Region 2, Buick City Meeting with EPA Region 5, status of cost estimates (.8)	5.40	275.00	1,485.00
09/25/2009	1001	B250	09-25-09 - Call with J. Redwine re Buick City.	0.10	250.00	25.00
09/25/2009	1001	B250	09-25-09 - Conf call with team re Buick City.	1.20	250.00	300.00
09/25/2009	1001	B250	09-25-09 - Conf call with team re Massena.	0.80	250.00	200.00

09/25/2009	1004	B130	09-25-09 - Conf call w/ A Rothchild, S Gaito & several Arcadis technical staff re revised remedial cost estimates (1.4); Call w/J Redwine, K Richards, D Keading, A Rothchild, M Hashem re Buick City EPA Region 5 meeting on 9/24 and trends for portfolio (1.1); Call w/ L McBurney, R Kapp, P Barnett, J Redwine, re EPA Region 2 Massena meeting on 9/24 and impacts on cost estimation and action items (.6); review emails and docs re Massena EPA presentation, Buick City MMGL site development plan, EPA Vapor Intrusion doc (.8)	3.90	275.00	1,072.50
09/27/2009	1004	B130	09-27-09 - Review draft Remediation Cost Estimates and associated IDEA files, send comments on drafts to A Rothchild (2.6)	2.60	275.00	715.00
09/28/2009	1003	B250	09-28-09 - Conference call with Braden, Deighan, Redwine	0.60	250.00	150.00
09/28/2009	1003	B250	09-28-09 - Follow up coordination call with Redwine.	0.50	250.00	125.00
09/28/2009	1003	B130	09-28-09 - Finalize and send email on D&D coordination actions.	0.70	250.00	175.00
09/28/2009	1003	B130	09-28-09 - Calls and email regarding June invoice payment.	0.50	250.00	125.00
09/28/2009	1003	B250	09-28-09 - Draft and send email summarizing env/RE coordination call.	0.60	250.00	150.00
09/28/2009	1004	B130	09-28-09 - Conf call w/ A Rothchild, S Gaito, B Hare re revised remedial cost estimates (1.6); review & respond to emails re EPA vapor intrusion policies (.3); call w/ M Hashem re EPA vapor intrusion standards and risk assessments (.2); Call w/ S Miner re brownfield consideration summaries in cost estimates, coordination with MLC Real Estate staff (.3); read & respond to emails re cost estimates, real estate sales process, conference calls (.3)	2.70	275.00	742.50
09/29/2009	1002	B130	09-29-09 - Conference with ARCADIS and others regarding regulatory requirements and D&D steps.	0.90	165.00	148.50
09/29/2009	1003	B250	09-29-09 - Project management call with McMurtry.	1.10	250.00	275.00
09/29/2009	1004	B130	09-29-09 - Conf call w/ A Rothchild, S Gaito, B Hare re revised remedial cost estimates (2.6); Call w/ G Hanson re probabilistic cost estimation task (.2); Call w J Redwine, D Berz, A Rothchild M Hashem, L McBurney re remediation cost estimate reviews with EPA & States, preliminary results of estimates (1.2); Call w/ A Rothchild re deliverables on cost estimates (.1); review draft remediation cost estimates and comment (4.2); Call w/ S Miner, M Hashem re project communications, billing, brownfield considerations write-ups, D&D (.7)	9.00	275.00	2,475.00
09/30/2009	1003	B130	09-30-09 - Conference call on administrative costs and post-confirmation structure.	1.30	250.00	325.00

09/30/2009	1004	B130	09-30-09 - Conf call w/ A Rothchild, S Gaito, D Keating, M Hashem re revised remedial cost estimates (2.1); review & comment on remediation cost estimates (2.1); Call w/ J Redwine, D Berz re cost estimate protocol for discount rates and remedy selection (.5); Review emails and documents re site boundaries for sites GM is leasing (.6); Call w/ J Redwine, D Berz, K Braden, C Cook, S Miner, M Hashem, A Rothchild re post confirmation entity administrative costs, real estate holding costs & process to estimate and describe (1.1); Call w/ J Redwine, D Berz, A Rothchild re IDEA database documents and reviews (.4); Call w/ A Rothchild re remediation cost estimates short list for Mgt. Review (.3);	7.10	275.00	1,952.50
TOTAL:				845.40		214,857.00
LESS DISCOUNT						(945.25)
TOTAL:						213,914.75

EXHIBIT E

BROWNFIELD PARTNERS, LLC

Stuart L. Miner
475 17th Street, Suite 950
Denver, CO 80202
Telephone: (303) 205-7910
Facsimile: (303) 893-3989

Environmental Consultants to the Debtors

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re:	:	
	:	Chapter 11
MOTORS LIQUIDATION COMPANY, <i>et al.</i>,	:	
f/k/a General Motors Corp., <i>et al.</i>	:	Case No. 09-50026 (REG)
	:	
Debtors.	:	(Jointly Administered)
-----	X	

CERTIFICATION OF STUART L. MINER

I, Stuart L. Miner certify as follows:

1. I am a partner of Brownfield Partners, LLC (“Brownfield Partners”). I submit this certification with respect to the first interim application (the “Fee Application”) of Brownfield Partner, environmental consultants to Motors Liquidation Company (f/k/a General Motors Corporation) (“GM”) and its affiliated debtors, as debtors in possession (collectively, the “Debtors”), for allowance of compensation for professional services rendered and reimbursement of actual and necessary expenses incurred for the period June 1, 2009 through September 30, 2009.

2. I make this certification in accordance with General Order M-151, Amended Guidelines for Fees and Disbursements for Professionals in the Southern District of New York Bankruptcy Cases, adopted by the United States Bankruptcy Court for the Southern District of

New York on April 19, 1995 (the "Local Guidelines"). In connection therewith, I hereby certify that:

- a. I have read the Fee Application;
- b. to the best of my knowledge, information, and belief formed after reasonable inquiry, the fees and disbursements sought in the Fee Application fall within the Local Guidelines;
- c. the fees and disbursements sought are charged in accordance with practices customarily employed by Brownfield Partners and generally accepted by Brownfield Partners's clients; and
- d. in providing a reimbursable service, Brownfield Partners does not make a profit on that service, whether the service is performed by Brownfield Partners in-house or through a third party.

3. As required by Section B. 2 of the Local Guidelines, I certify that all of Brownfield Partners's Monthly Statements were sent to (i) the Debtors; (ii) counsel for the Debtors; (iii) counsel to the Creditors' Committee; and (iv) Office of the United States Trustee for the Southern District of New York.

4. As required by Section B. 3 of the Local Guidelines, I certify that (i) the Debtors; (ii) counsel for the Debtors; (iii) counsel to the Creditors' Committee; and (iv) Office of the United States Trustee for the Southern District of New York will each be provided with a copy of this Fee Application at least ten (10) days in advance of the hearing to consider the Fee Application.

5. I certify the foregoing to be true and correct.

Dated: Denver, Colorado
November 16, 2009

/s/ Stuart L. Miner
Stuart L. Miner, Partner